

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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| <i>In re</i> | : |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | : PROMESA Title III |
| as representative of | : |
| THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> [*] | : Case No. 17-BK-3283 (LTS) (Jointly Administered) |
| Debtors. | : |
| | X |
| <i>In re</i> | : |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | : PROMESA Title III |
| as representative of | : |
| PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA), | : Case No. 17-BK-4780 (LTS) Court Filing Relates Only to PREPA |
| Debtor. | : |
| | X |

**FUEL LINE LENDERS' STATEMENT REGARDING URGENT MOTION TO
ENLARGE PAGE LIMIT IN CONNECTION WITH STATEMENT OF THE
BONDHOLDER PARTIES IN SUPPORT OF JOINT MOTION OF PUERTO RICO
ELECTRIC POWER AUTHORITY AND AAFAF PURSUANT TO BANKRUPTCY
CODE SECTIONS 362, 502, 922, AND 928, AND BANKRUPTCY
RULES 3012(A)(1) AND 9019 FOR ORDER APPROVING SETTLEMENTS
EMBODIED IN THE RESTRUCTURING SUPPORT AGREEMENT AND
TOLLING CERTAIN LIMITATIONS PERIODS**

* The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

The Fuel Line Lenders¹ respectfully submit this statement and reservation of rights in response to the Bondholder Parties' *Urgent Motion to Enlarge Page Limit in Connection with Statement of the Bondholder Parties in Support of Puerto Rico Electric Power Authority and AAFAF Pursuant to Bankruptcy Rules 3012(a)(1) and 9019 for Order Approving Settlements Embodied in the Restructuring Support Agreement and Tolling Certain Limitations Periods* [Dkt. No. 1818] (the "Urgent Motion").²

1. The Fuel Line Lenders do not object to the Bondholder Parties' request to file a 100-page statement in support of their settlement with the Government Parties. The Urgent Motion, however, suggests that the Bondholder Parties intend to use their 100-page statement to make new arguments — including in defense of their claims and liens — that go beyond the arguments put forward by the Government Parties in the 9019 Motion and supplemental filings. *See* Urgent Motion ¶¶ 4, 6. Those new arguments will be submitted on the deadline for *reply* submissions, where new arguments and material are generally not permitted.

2. The Fuel Line Lenders reserve all rights in connection with the Bondholder Parties' statement and other reply submissions, including but not limited to: (a) the right to seek leave to file a sur-reply; and (b) all rights to argue that the submissions of the Bondholder Parties, as the beneficiaries of the settlement, are not relevant to whether the settlement is fair and equitable from the standpoint of the debtor and non-settling creditors.

¹ The Fuel Line Lenders are Cortland Capital Market Services LLC ("Cortland"), as successor administrative agent under a Credit Agreement, dated May 4, 2012, among PREPA, Scotiabank de Puerto Rico and certain lenders (the "Scotiabank Credit Agreement"), and SOLA LTD, Solus Opportunities Fund 5 LP, Ultra Master LTD, and Ultra NB LLC (collectively, "Solus"), as lenders under the Scotiabank Credit Agreement and under a Trade Finance Facility Agreement, dated July 20, 2012, between PREPA and Citibank, N.A.

² Capitalized terms have the same meanings as in the Urgent Motion.

Dated: December 11, 2019

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